

**GENERAL POWER OF ATTORNEY**

Know all men by these presents, that I, ROY M. MILLIKEN, the undersigned (principal), of 3135 Linda, Memphis, TN, do hereby make, constitute and appoint Jeannette Henderson my true and lawful attorney-in fact (attorney), for me and in my name, place and stead, and on my behalf, and for my use and benefit:

1. To ask, demand, sue for, recover, and receive all manner of goods, chattels, debts, rents, interest, sums of money, and demands whatsoever, due or hereafter to become due and owing, or belonging to me, and to make, give and execute acquittance, receipts, releases, satisfactions, or other discharges for the same, whether under seal or otherwise;

2. To make, sign, execute, indorse, accept, deposit, redeem for cash, and deliver in my name or in the name of my said attorney all checks, notes, drafts, warrants, acknowledgments, agreements, and all other instruments in writing, of whatsoever nature, as to my said attorney may seem necessary to conserve my interests;

3. To execute, acknowledge and deliver any and all contracts, deeds, leases, assignment of mortgage, releases of mortgage, subordination agreements, and any other instrument or agreement of any kind or nature whatsoever, in connection therewith, including the acquisition and sale of real estate and personalty, and affecting any and all property presently mine or hereafter acquire, located anywhere, which to my said attorney may seem necessary or advantageous for my interests;

4. To enter into and take possession of any lands, real estate, tenements, houses, stores, or buildings, or parts thereof, belonging to me, that may become vacant or unoccupied, or to the possession of which I may be or may become entitled, and to receive and take for me and in my name and to my use al or any rents, profits, or issues of any real estate to me belonging, and to let the same in such manner as to my attorney shall seem necessary and proper, and from time to time to renew leases;

5. To commence, and prosecute in my behalf, any suits, or action or other legal or equitable proceedings for the recovery of any of my lands or for any goods, chattels, debts, duties, demand, cause or thing whatsoever, due or to become due or belonging to me, and to prosecute, maintain, and discontinue the same, if my attorney shall deem proper;

6. To take all steps and remedies necessary and proper for the conduct and management of my business affairs, and for the recovery, receiving, obtaining, and holding possession of any lands, tenements, rents or real estate, goods and chattels, debts, interest, demands, duties, sum or sums of money or any other thing whatsoever, located anywhere, that is, ore, or shall be, by my said attorney thought to be due and owing, belonging to or payable to me in my own right or otherwise;

7. To appear, answer, and defend in all actions and suits whatsoever which shall be commenced against me and also for and in

my name to compromise, settle, and adjust, with each and every person or persons, all actions, accounts, dues and demands, subsisting or to subsist between me and them or any of them, and in such manner as my said attorney shall think proper; hereby giving to my said attorney power and authority to do, execute, perform and finish for me and in my name all those things which shall be expedient and necessary, or which my said attorney shall judge expedient or necessary in and about or concerning the premises, or any of them, as fully as I, the said ROY M. MILLIKEN, could do if personally present, hereby ratifying and confirming whatever my said attorney shall do or cause to be done in, about, or concerning the premises, and any part thereof.

8. This instrument is to be construed and interpreted as a general power of attorney. The enumeration of specific items, rights, acts, or powers herein is not intended to, nor does it, limit or restrict, and is not to be construed or interpreted as limiting or restricting, the general powers herein granted to said attorney.

9. The rights, powers and authority of my attorney granted in this instrument shall commence and be in full force and effect on the below date, and such rights, powers and authority shall remain in full force and effect thereafter until I, ROY M. MILLIKEN, give notice in writing that such power is terminated.

10. It is expressly provided that any mental or physical debility or incompetence of the said ROY M. MILLIKEN shall not revoke this power of attorney, but it shall remain in full force and effect, and fully exercisable notwithstanding the principal's subsequent debility or incompetence, all pursuant to Section 87-3-1 et seq., Mississippi code of 1972, and Section 34-6-101 et seq., Tennessee Code Annotated.

11. The following is a specimen of the handwriting and form of signature to be used by the attorney-in-fact authorized in the foregoing instrument:

ROY M. MILLIKEN

By *Jeanette M. Henderson*  
ATTORNEY-IN-FACT

12. Dated this 21st day of July, 2000.

*Roy M. Milliken*  
ROY M. MILLIKEN  
(PRINCIPAL)

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STATE OF Tennessee

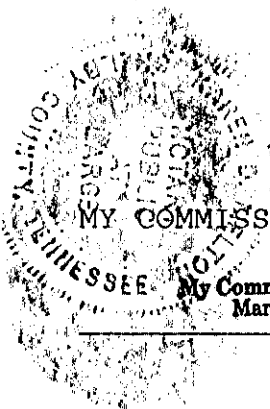
COUNTY OF Shelby

Personally appeared before me, a Notary Public in and for said County and State, duly commissioned and qualified, ROY M. MILLIKEN, to me known to be the person described in and who executed the foregoing instrument, and who acknowledged that he executed and delivered the same as his free act and deed, and for the purposes therein contained.

WITNESS my hand and seal of office this the 21 day of

July, 2000.

Roy M. Milliken  
NOTARY PUBLIC



MY COMMISSION EXPIRES:

My Commission Expires  
March 26, 2002

PREPARED BY AND RETURN TO:

BECK LAW FIRM, PC  
9086 PIGEON ROOST, STE. 107  
P.O. DRAWER 1310  
OLIVE BRANCH, MS 38654  
(662) 895-7555

STATE MS - DE SOTO CO.

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